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6 Attorneys for Defendants/Counterclaimant

7

8   **IN THE UNITED STATES DISTRICT COURT**

9   **DISTRICT OF NEVADA**

10
    NEVADA CONTROLS, LLC, a Nevada   Case No. 3:12-cv-00068
11 Limited Liability Company,

12   Plaintiff,

13   v.

14 WIND PUMP POWER, LLC, a Kansas
    Limited Liability Company,
15 SUNFLOWER WIND, LLC, a Kansas
    Limited Liability Company; DAN
16 RASURE, an individual,

17   Defendants.

18
    WIND PUMP POWER, LLC, a Kansas
19 Limited Liability Company,

20   Counterclaimant,

21   v.

22 NEVADA CONTROLS, LLC, a Nevada
    Limited Liability Company,
23
                Counterdefendant.
24

25   **AFFIDAVIT OF MICHAEL KEALY**
26   **IN SUPPORT OF MOTION TO WITHDRAW**

27

28

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LATIMER

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STATE OF NEVADA   )
                            : ss
COUNTY OF WASHOE   )

       I, Michael R. Kealy, hereby swear under the penalties of perjury and the laws of the State of Nevada that the following assertions are true:

       1.   I am an attorney admitted to the Bar of the State of Nevada and am a member of Parsons Behle & Latimer ("Parsons Behle"). Parsons Behle has been retained, and has appeared as counsel of record on behalf of Defendants Wind Pump Power, LLC, Sunflower Wind, LLC and Dan Rasure and Counterclaimant Wind Pump Power (collectively "WPP") in connection with the above-captioned litigation.

       2.   I am fully familiar with the facts set forth herein. I respectfully submit this Affidavit in support of Defendants'/Counterclaimant's Counsel's Motion to Withdraw from their representation of WPP in this action.

       3.   Conflicts have arisen that impair the attorney-client relationship and communications between Parsons Behle and WPP, consistent with subsections 5 and 6 of Nevada Rule of Professional Conduct 1.16. Such conflicts merit an Order permitting Parsons Behle to withdraw and/or be substituted out as counsel.

       4.   I have given reasonable notice to WPP that a substitution of counsel is appropriate and necessary, and have instructed WPP to secure new counsel. I have further communicated to WPP that Parsons Behle will move to withdraw as counsel of record in this matter unless WPP is able to secure new counsel that may be substituted in as counsel.

       5.   Parsons Behle will take steps to the extent reasonably practicable to protect WPP's interests in the event that a withdrawal is granted.

///

6.   The undersigned does hereby affirm that this document does not contain the social security number of any person.

_____
Michael R. Kealy

STATE OF NEVADA   )
                           : ss
COUNTY OF WASHOE   )

SUBSCRIBED and SWORN to before me this 11th day of May, 2012, by _Michael R. Kealy_ .

_____
NOTARY PUBLIC

KATHRYN SOUVIRON
Notary Public - State of Nevada
Appointment Recorded in Washoe County
No: 08-7639-2 - Expires July 30, 2012

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BEHLE &
LATIMER

CERTIFICATE OF SERVICE

I hereby certify that I am an employee of the law firm of Parsons Behle & Latimer and that on the 11th day of May, 2012, I filed a true and correct copy of the foregoing **AFFIDAVIT OF MICHAEL KEALY IN SUPPORT OF MOTION TO WITHDRAW** with the Clerk of the Court through the Court's CM/ECF system, which sent electronic notification to the following:

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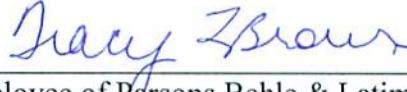
_____
Employee of Parsons Behle & Latimer

4849-6975-2591.1

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